

AMENDMENT AND RATIFICATION TO OIL, GAS AND MINERAL LEASE

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, Ralph Torres, hereafter referred to as 'Lessor,' and FINLEY RESOURCES INC., hereafter referred to as 'Lessee', are parties to that certain Oil and Gas Lease dated July 19, 2005 and recorded as Instrument Number D205212561, of the Official Records of Tarrant County, Texas (the 'Lease'), which Lease Covers the following described lands:

Being a Lot 7000 sq. ft. more or less in the Riverside Addition of Ft. Worth, Texas; Being Lot 26 Block 41

WHEREAS, the primary term stated in the Lease is for 3 (three) years from July 19, 2005. Section twelve (12) of the Lease grants the original Lessee and its successors or assigns the right to extend the Primary Term for an additional period of Two (2) years, by the payment of specified sums to the Lessor in that Lease. On July 17, 2008, the amount provided for in the Lease was tendered to the Lessor for the purposes of extending the primary term of the Lease until July 19, 2010. This Notice is placed of record for purposes of evidencing that the primary term of the Lease has been extended to July 19, 2010.

WHEREAS, Lessor and Lessee recognize that said Lease is in full force and effect; and it is the desire of both Lessor and Lessee to amend said Lease in the manner provided hereinbelow.

NOW, THEREFORE, in consideration of the premises and other valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Lessor and Lessee agree to amend the first (1st) line of the first (1st) paragraph by deleting the word "Ralph Torres" and adding the word "Ralph G. Torres and wife, Mary A. Torres" so that the first line now reads:

"This agreement made July 19, 2005, Between, Ralph G. Torres and wife, Mary A. Torres, whose address is 4140 Lakewood Drive, Fort Worth, Texas, 76135, hereinafter called Lessor, and Finley Resources Inc whose address is 1308 Lake Street, Fort Worth, Texas 76102,";

ADDITIONALLY, Lessor and Lessee agree to amend the Land Description under the third (3rd) paragraph of said Lease by deleting the description in its entirety and replacing the Land Description so it now reads:

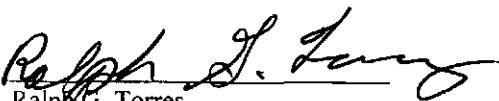
0.1428 Acres, more or less, being Lot 26, Block 41, Riverside Addition, Third Filing, an Addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 204-A, Page 114, Deed Records, Tarrant County, Texas.

Lessor and Lessee hereby adopt, ratify and confirm said Lease as the same is hereby amended, and Lessor hereby grants, leases, and lets all of the acreage above-described and referred to unto Lessee subject to and under the terms and provisions of said Lease; and such Lease is expressly affirmed, ratified and declared to be effective and binding for all purposes as of the date hereof.

The provisions hereof shall extend to and be binding upon the heirs, successors, legal representatives and assigns of the parties executing the amendment

EXECUTED the 10 day of July, 2009.

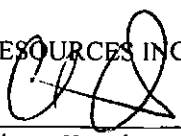
Lessor:


Ralph G. Torres

Mary A. Torres

LESSEE:

FINLEY RESOURCES INC.


By: Clinton Koerth
It's: Vice President

THE STATE OF TEXAS §
 §
COUNTY OF TARRANT §

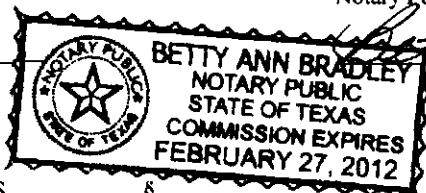
Before me, the undersigned authority, on this 10 day of July, 2009 personally appeared **Ralph G. Torres and wife, Mary A. Torres**, and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

Given under my hand and seal of office this 10 day of July, 2009.

My commission expires:

2-27-12

Notary Public:



Betty Ann Bradley

THE STATE OF TEXAS §
 §
COUNTY OF TARRANT §

Before me, the undersigned authority, on this 29th day of July, 2009 personally appeared **CLINTON KOERTH** as the VICE PRESIDENT of, and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

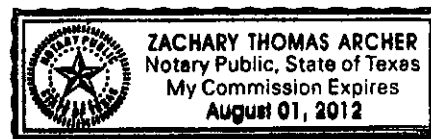
Given under my hand and seal of office this 29th day of July, 2009.

My commission expires:

8-1-2012

Notary Public:

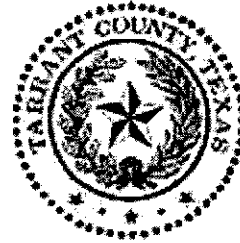
Zachary Thomas Archer



FINLEY RESOUCES
1308 LAKE ST

FT WORTH TX 76102

Submitter: FINLEY RESOURCES INC



SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 07/30/2009 02:10 PM
Instrument #: D209202978
LSE 3 PGS \$20.00

By: _____



D209202978

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Printed by: MV